

IN THE MATTER OF: )  
 )  
FINANCIAL WARFARE CLUB, INC. )  
TERESA Y. HODGE )  
MARCUS D. DUKES )  
 )  
 )  
RESPONDENTS )

1. Financial Warfare Club, Inc., ("Financial Warfare") is a Maryland corporation with business addresses of Suite 233, 12138 Central Avenue, Mitchellville, MD 20721, an address for Mail Boxes, Etc. and 13304 Keverton Drive, Upper Marlboro, MD 20774.
2. Teresa Y. Hodge, ("Hodge") is a co-founder and the resident agent of Financial Warfare with a business address of 13304 Keverton Drive, Upper Marlboro, MD 20774.
3. Marcus Dukes, ("Dukes") is a co-founder of Financial Warfare with a business address of 13304 Keverton Drive, Upper Marlboro, MD 20774.

## **STATEMENT OF FACTS**

4. On or about March 5, 2001, the Securities Commission of Maryland issued an extensive Cease and Desist Order to Respondents Financial Warfare, Hodge and Dukes alleging violations of the registration and anti-fraud provisions of the Maryland Securities Act.
5. The Commission is in receipt of documents and information disclosing that Respondent Financial Warfare is engaged in the offer and/or sale of securities in the form of certificates of interest in a profit sharing agreement issued by Financial Warfare and/or shares of stock issued by GlobalCom InterNetworks, Inc. ("GlobalCom"), Integrated Solutions International, Inc. ("Integrated Solutions") and GeNex, Inc. ("GeNex") into and within Alabama.
6. The Financial Warfare documents represent the following:
  - Membership Levels
    - Founders: (\$2550\*) Limited to 300 individuals
      - Enrollment in Financial Literacy course I, II and III
      - 2000 share stock grant in each of the three infrastructure companies for completing the Financial Literacy Course I, II, and III.
      - Priority for investing in Financial Warfare Venture Capital Funds
      - Preference in purchasing additional IPO shares.
    - Warriors: (\$1,050\*) Limited to 2200 individuals
      - Enrollment in Financial Literacy course I and II
      - 500 share stock grant in each of the three infrastructure companies for completing the Financial Literacy Course I, II
      - Preference in purchasing additional IPO shares.
    - Believers: (\$550\*) Limited to 7500 individuals
      - Enrollment in Financial Literacy course I
      - 250 share stock grant in each of the three infrastructure companies for completing the Financial Literacy Course I
      - Preference in purchasing additional IPO shares.

Associate: (\$100) Unlimited number of individuals (All members receive these benefits)

- Enrollment in Financial Literacy course I
- Participate in future mutual fund projects
- Quarterly newsletter and reports.

\*Includes \$50.00 annual membership fee.

7. A review of the registration and exemption files of the Alabama Securities Commission disclosed no record of registration or any exemption filing for the securities offered and sold by Respondent Financial Warfare. Additionally, no record could be located for the registration of Respondents Hodge and Dukes as Agents of Financial Warfare, in Alabama.
8. A review of the registration and exemption files of the Alabama Securities Commission disclosed no record of registration or any exemption filing for the securities offered and sold by GlobalCom, Integrated Solutions and GeNex.

### **CONCLUSIONS OF LAW**

9. The certificates of participation in the profit sharing agreement offered and/or sold by Respondent Financial Warfare, to public investors in the state of Alabama, are securities as defined under § 8-6-2(10) Code of Alabama 1975.
10. The shares of stock issued or issuable by GlobalCom, Integrated Solutions and GeNex as offered and/or sold by Respondent Financial Warfare, to public investors in the state of Alabama, are securities as defined under § 8-6-2(10) Code of Alabama 1975.
11. Respondents are not registered as dealers or agents in the state of Alabama. Transacting business in the state of Alabama as a dealer or agent while unregistered is a violation of § 8-6-3(a), Code of Alabama 1975.

12. The securities identified in paragraphs eight (8) and nine (9) above are not registered with the Alabama Securities Commission. The offer and/or sale of an unregistered security within or from the state of Alabama are a violation of § 8-6-4, Code of Alabama 1975.

This Order does not prevent the Alabama Securities Commission from seeking such other civil or criminal remedies that are available to it under the Alabama Securities Act.

This Order is appropriate in the public interest for the protection of investors and is consistent with the purposes of the Alabama Securities Act.

ACCORDINGLY, IT IS HEREBY **ORDERED** that RESPONDENTS Financial Warfare, Teresa Y. Hodge and Marcus D. Dukes, immediately **CEASE AND DESIST** from further offers or sales of any security into, within or from the State of Alabama.

Entered at Montgomery, Alabama, this 10th day of May, 2001.



ALABAMA SECURITIES COMMISSION  
770 Washington Avenue, Suite 570  
Montgomery, AL 36130-4700  
(334) 242-2984

BY:

A handwritten signature in black ink, appearing to read "Joseph P. Borg", is written over a horizontal line. The signature is stylized and somewhat cursive.

JOSEPH P. BORG  
Director